

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

In re UBS AUCTION RATE SECURITIES
LITIGATION

This Document Relates To:

ALL ACTIONS

RANDOLPH BONNIST, on behalf of himself and
all others similarly situated,

Plaintiff,

v.

UBS AG, UBS SECURITIES LLC, and UBS
FINANCIAL SERVICES INC.,

Defendants.

SUPPLEMENTAL DECLARATION OF MICHAEL J. FLANNERY
IN RESPONSE TO LEAD PLAINTIFF MOTIONS

Pursuant to 28 U.S.C. § 1746, I, Michael J. Flannery, declare as follows:

1. I am a member in good standing of the Missouri bar and admitted to practice in the bars of the United States District Court for the Eastern District of Missouri, the United States District Court for the Southern District of Illinois, the United States District Court for the Southern District of California, the United States District

Court for the Northern District of California, the United States District Court for the Eastern District of California, the United States District Court for the Central District of California, the United States District Court for the District of Columbia, and the United States Court of Appeals for the Third Circuit.

2. I submit this declaration in support of the response of UBS ARS Group to Competing Motions for Consolidation, Appointment of Lead Plaintiff and Lead Counsel.
3. Attached as exhibits hereto are true and correct copies of the following:
Exhibit A: Copies of two internet web pages for Teachers Count, located at www.teacherscount.org (www.teacherscount.org/about and www.teacherscount.org/curious).

I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: May 30, 2008

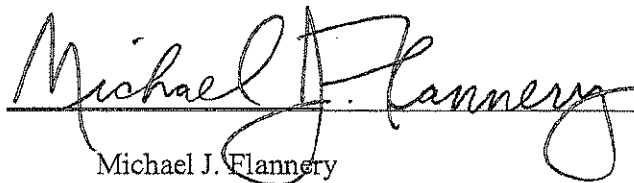

Michael J. Flannery

EXHIBIT A



Tony Shalhoub's acting teacher, Tom Power, was relentless. His most meaningful lesson: "Whether on stage or off, act human." Behind every famous person is a fabulous teacher.

[I'm a Teacher](#) [I Want to Teach](#) [I'm a Teacher Booster](#) [I'm Just Curious](#)

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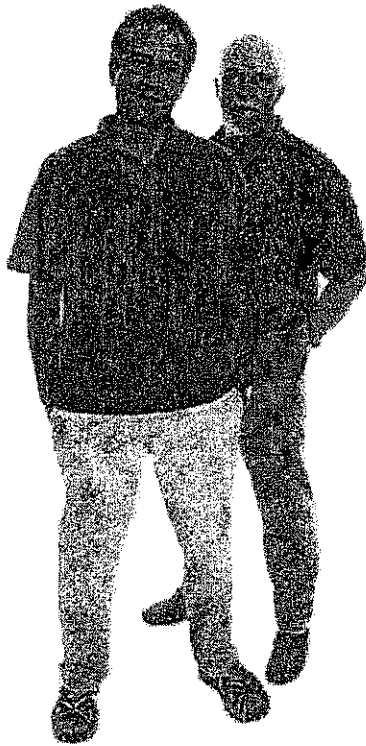
TeachersCount is a 501(c)(3) non-profit organization whose mission is to raise the status of the teaching profession and provide resources to the education community. Using a public service announcement national ad campaign and related initiatives, TeachersCount is working to create a permanent culture of teacher appreciation in the United States. To learn more about this website, please visit the [I'm Just Curious](#).

TeachersCount's most visible program is the "Behind Every Famous Person Is a Fabulous Teacher" Campaign—a series of print public service announcements in the Time Inc. family of magazine. Each ad features a celebrity and his or her teacher, along with a few uplifting words about teaching. In October, 2006, First Lady Laura Bush, who posed for an ad with her favorite teacher, spoke at the official launch of the campaign in New York City. Other famous faces in the campaign include actor Jeremy Piven, NFL player Curtis Martin, American Express CEO Kenneth Chenault, and many others. Time Inc., which has donated millions of dollars worth of ad space, and Jones New York In The Classroom, which underwrites the production costs of the ads, are the campaign's biggest supporters.

In addition to partnerships with Time Inc. and Jones New York In The Classroom, TeachersCount also has past or present partnerships with Scholastic, Hallmark, Google, Marvel Entertainment, and OfficeMax, among other companies. In each issue of Scholastic's *Instructor* magazine, TeachersCount authors the [Making a Difference column](#), which is based on the theme, "Behind every incredible kid is an inspiring teacher." Each article highlights a kid or group of kids that have accomplished something incredible and the teacher who helped make the success possible.

In 2006, TeachersCount worked with OfficeMax and Marvel to present the [Super Hero Teacher of the Year Contest](#), which turned real teachers and the middle school students who nominated them into comic book characters in a special-edition Marvel comic book. The books were distributed for free in OfficeMax stores across the nation that summer.

In addition to working to raise the status of the teaching profession, TeachersCount also provides resources to the education community, primarily via this website. Lesson plans, information about professional development, teacher appreciation ideas, education news, editorial features, resources for prospective teachers, and a retail savings program are just a few examples of the many free resources on TeachersCount.org.



Tony Shallhoub's acting teacher, Tom Power, was relentless. His most meaningful lesson: "Whether on stage or off, act human." Behind every famous person is a fabulous teacher.



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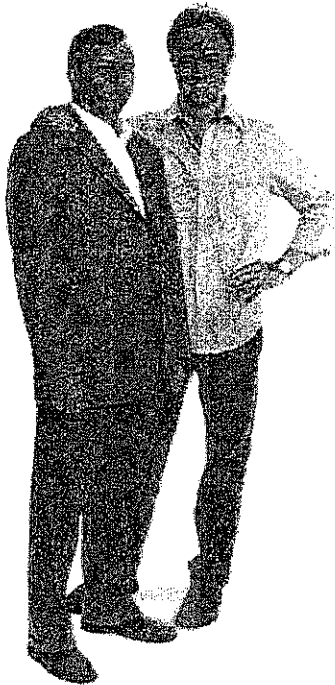
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You can be inspired by a teacher who's never been your teacher. David Ward is a dedicated teacher and Bradley Whitford's brother-in-law. David has devoted his career to improving the reading skills of at-risk children. His commitment is what sparked Bradley's involvement in social causes. Behind every famous person is a fabulous teacher.

[I'm a Teacher](#) [I Want to Teach](#) [I'm a Teacher Booster](#) [I'm Just Curious](#)

I'm Just Curious

Welcome to TeachersCount.org. TeachersCount is a national, 501(c)(3) non-profit organization whose mission is to raise the status of the teaching profession and provide resources to the education community.

TeachersCount.org has three main sections: [I'm a Teacher](#), [I Want To Teach](#), and [I'm a Teacher Booster](#). You'll also notice that on the left side of many pages on this site are images from our "Behind Every Famous Person Is a Fabulous Teacher" Campaign, an ad series in the Time Inc. family of magazines that depicts celebrities with their favorite teachers. To learn more and see all the images, please visit the [Campaign](#) section or just click on one of the images. Related to this initiative is our partnership with Scholastic's *Instructor* magazine. In each issue, TeachersCount authors the [Making a Difference](#) feature, which is based on the theme, "Behind every incredible kid is an inspiring teacher." If you'd like to learn more about who we are and what we do in general, check out our [About Us](#) section.

If you're a teacher, you'll find many free resources in the [I'm a Teacher](#) section. If professional development is your goal, you can access [grad school information](#) and listings for [conferences](#), [grants](#), and [awards](#). Many teachers take advantage of [TeachersDisCount](#), a free retail savings program just for teachers. For substantive educational content, check out [TeachersTopic](#), which contains interviews with education experts, [Education News](#), which features news briefs about the most important news in education, and the [Bay Breeze Featured Lesson Plan](#). If you'd like a boost in morale, visit the [TeachersPet Honor Roll](#) and [StudentStories](#)—two places where students past and present can honor and thank the teachers who have made a difference in their lives.

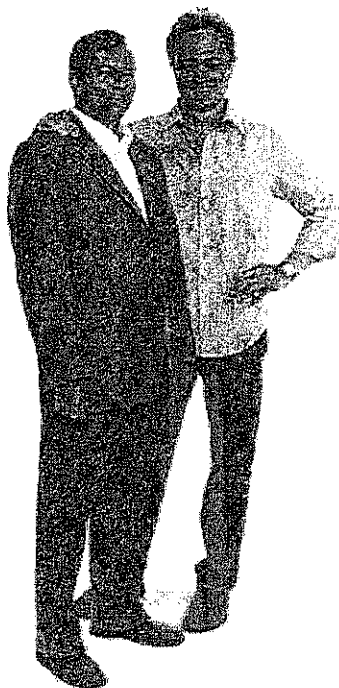
If you're a prospective teacher, please see the [I Want To Teach](#) section for many helpful resources, including [How to Become a Teacher](#), [Why Become a Teacher](#), information on [teaching certification programs](#) and [scholarships](#), and [FAQs](#). You can also find [TeachersTopic](#) and [Ed News](#) there, too.

If you came to TeachersCount.org because you want to support teachers, you're in the right place. In the [I'm a Teacher Booster](#) section, you can become a [TeachersPet](#), send a [free Hallmark teacher appreciation e-card](#), [find teacher appreciation ideas](#), and access other content on the site.

Thank you for visiting TeachersCount.org. We hope you find our site helpful and enjoyable.



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